

IN THE SUPREME COURT OF THE STATE OF DELAWARE

ORDER AMENDING RULE 67 §
OF THE SUPREME COURT OF §
DELAWARE §

Before **STEELE**, Chief Justice, **HOLLAND**, **BERGER**, **JACOBS** and
RIDGELY, Justices (constituting the Court *en Banc*).

ORDER

This 14th day of October 2004, it appears to the Court that it is desirable to amend Rule 67(a) and (f) of the Rules of the Delaware Supreme Court. NOW, THEREFORE, IT IS ORDERED that the following changes shall be effective immediately:

(1) That Rule 67 of this Court be and it is hereby amended by deleting subsections (a) and (f) of the present rule and substituting the following in lieu thereof:

(a) *Rights and restrictions of Professional Organizations.* Attorneys may form (i) professional service corporations for the practice of law under The Delaware Professional Service Corporation Act (8 Del. C., ch. 6), as amended from time to time and any successor statute thereto (the "Delaware Professional Service Corporation Act"), (ii) general partnerships, including limited liability partnerships, for the practice of law under the Delaware Revised Uniform Partnership Act (6 Del. C., ch. 15), as amended from time to time and any successor statute thereto (the "Delaware Uniform Partnership Law"), (iii) limited partnerships, including limited liability limited partnerships, for the practice of law under the Delaware Revised Uniform Limited Partnership Act (6 Del. C., ch. 17), as amended from time to time and any successor statute

thereto (the "Delaware Revised Uniform Limited Partnership Act"), and (iv) limited liability companies for the practice of law under the Delaware Limited Liability Company Act (6 Del. C., ch. 18), as amended from time to time and any successor statute thereto (the "Delaware Limited Liability Company Act"). If any attorneys in such professional service corporations, general partnerships, limited liability partnerships, limited partnerships, limited liability limited partnerships and limited liability companies practice law in Delaware, then such professional service corporations, general partnerships, limited liability partnerships, limited partnerships, limited liability limited partnerships and limited liability companies ("Domestic Professional Organizations") shall be operated in accordance with the provisions of this Rule. Attorneys may practice law in Delaware in a similar professional organization formed pursuant to the laws of a jurisdiction other than Delaware ("Foreign Professional Organization" and, together with Domestic Professional Organization, "Professional Organization"), and the laws of such other jurisdiction shall govern its (i) organization, (ii) internal affairs and (iii) the liabilities of its shareholders, partners or members (defined collectively as "members"), provided that such Foreign Professional Organization is operated in accordance with the applicable provisions of this Rule, including the financial responsibility requirements of subsection (h) of this Rule. Whether or not the provisions of this Rule are set forth in the organizational documents of a Foreign Professional Organization, they are applicable and binding by operation of this Rule. If no attorneys in a professional service corporation, general partnership, limited liability partnership, limited partnership, limited liability limited partnership or limited liability company practice law in Delaware, then this Rule is not applicable to such attorneys or to such professional service corporation, general partnership, limited liability partnership, limited partnership, limited liability limited partnership or limited liability company.

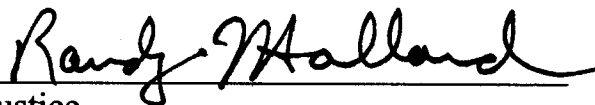
(f) *Filing Requirements.* If not already filed, a Professional Organization shall file with the Clerk of the Court within 30 days of the date this Rule becomes applicable to such

Professional Organization a certified copy of the original certificate of incorporation, statement of qualification as a limited liability partnership or limited liability limited partnership, certificate of limited partnership, certificate of formation or similar document, as the case may be, and all amendments thereto and restatements or renewals thereof. After the initial filing of such organizational documents with the Clerk of the Court, the Professional Organization shall also file with the Clerk of the Court within 30 days of the date of their filing with the Secretary of State of the State of Delaware all amendments, restatements or renewals of such organizational documents. At the time of the initial filing of such organizational documents with the Clerk of the Court, the Professional Organization shall file with the Clerk of the Court a list of all shareholders, partners or members of and attorneys employed by the Professional Organization. At the time of the annual registration of members of the Bar pursuant to Rule 69, the Professional Organization shall file an updated list of shareholders, partners or members of and attorneys employed by the Professional Organization. A Professional Organization shall not be required to file an updated list of shareholders, partners or members of and attorneys employed by the Professional Organization at any time other than at the times specified in the immediately preceding two sentences. If a professional service corporation operating in accordance with this Rule files a certificate of dissolution with the Secretary of State of the State of Delaware, a certified copy of such certificate of dissolution shall be filed with the Clerk of the Court within 30 days of its effective date. If a limited liability partnership or limited liability limited partnership operating in accordance with this Rule files a statement of cancellation of statement of qualification with the Secretary of State of the State of Delaware, a certified copy of such statement of cancellation of statement of qualification shall be filed with the Clerk of the Court within 30 days of its effective date. If a limited partnership or limited liability company operating in accordance with this Rule files a certificate of cancellation with the Secretary of State of the State of Delaware, a certified copy of such certificate of cancellation shall be filed with the Clerk of the Court within 30 days of its effective date. If a Foreign

Professional Organization files a similar document in the jurisdiction of its formation or organization, as the case may be, a certified copy thereof shall be filed with the Clerk of the Court within 30 days of its effective date.

(2) The Clerk of the Court is directed to transmit forthwith a certified copy of this Order to the Prothonotary and the Register in Chancery in each county, the Clerk of the Court of Common Pleas and the Clerk of the Family Court in each county, and the Chief Magistrate of the Justice of the Peace Courts.

BY THE COURT:


Justice